

Williams · Bradbury

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September 14, 2012

IDAHO PUBLIC
UTILITIES COMMISSION

Ms. Jean Jewell
Commission Secretary
Idaho Public Utilities Commission
472 W. Washington
Boise, ID 83702

Re: IPC-E-10-56 through IPC-E-10-58

Dear Ms. Jewell:

Enclosed please find an original and seven copies of Assignment Disclosure and Reply on behalf of Murphy Flat Mesa, LLC; Murphy Flat Energy, LLC; and Murphy Flat Wind, LLC for filing in the above referenced cases.

Thank you for your assistance in this matter. Please feel free to give me a call should you have any questions.

Sincerely,



Ronald L. Williams

RLW/jr
Enclosures

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Counsel for Murphy Flat Mesa, LLC
Counsel for Murphy Flat Energy, LLC
Counsel for Murphy Flat Wind, LLC

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

IN THE MATTER OF THE APPLICATION OF)
IDAHO POWER COMPANY FOR A)
DETERMINATION REGARDING A FIRM)
ENERGY SALES AGREEMENT BETWEEN)
IDAHO POWER AND MURPHY FLAT MESA,)
LLC)

Case No. IPC-E-10-56

IN THE MATTER OF THE APPLICATION OF)
IDAHO POWER COMPANY FOR A)
DETERMINATION REGARDING A FIRM)
ENERGY SALES AGREEMENT BETWEEN)
IDAHO POWER AND MURPHY FLAT ENERGY)
LLC)

Case No. IPC-E-10-57

IN THE MATTER OF THE APPLICATION OF)
IDAHO POWER COMPANY FOR A)
DETERMINATION REGARDING A FIRM)
ENERGY SALES AGREEMENT BETWEEN)
IDAHO POWER AND MURPHY FLAT WIND,)
LLC)

Case No. IPC-E-10-58

ASSIGNMENT DISCLOSURE AND REPLY

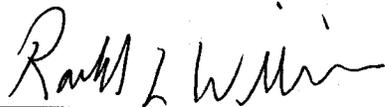
Idaho Public Utilities Commission (“Commission”) Order No. 32629 provides Murphy Flat Mesa, LLC, Murphy Flat Energy, LLC, and Murphy Flat Wind, LLC (collectively, “Murphy Flat”) the option to Reply to Idaho Power’s Answer, and orders Murphy Flat to disclose the assignment of the Firm Energy Sales Agreements (“FESAs”) entered into between Murphy Flat and Idaho Power.

1. Assignment of the Murphy Flat PPAs. On May 16, 2012, an Asset Purchase Agreement was entered into between the owners of the Murphy Flat and Murphy Flat Power, LLC, a limited liability company which is wholly-owned by First Wind Energy, LLC (collectively, Murphy Flat Power, LLC and First Wind Energy, LLC referred to herein as “First Wind”). On June 6, 2012, closing occurred whereby the owners of Murphy Flat transferred and assigned to First Wind, and First Wind took possession of, all right title and interest in Murphy Flat assets, and assumed all obligations of Murphy Flat related to the transferred assets. The three FESAs were part of the assets assigned to First Wind. Murphy Flat and First Wind asked Idaho Power to consent to the assignment of the FESAs, but Idaho Power unreasonably and in bad faith refused to do so, asserting that there are no FESAs, the transfer of which it could consent to.

2. Reply to Idaho Power’s Answer. As to the various procedural roadblocks that Idaho Power claims would bar the Commission from modifying its initial order rejecting the FESAs, they simply are wrong, as we believe will be obvious to the Commission. However, rather than respond here, Murphy Flat wishes to notify Idaho Power and the Commission that it will be filing a *Petition for Enforcement of the Public Utilities Regulatory Policy Act of 1978*

with the Federal Energy Regulatory Commission, and will provide a copy of the same to the Commission and all parties in this proceeding, when filed.

DATED this 14th day of September, 2012.

By: 

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***Counsel for Murphy Flat Mesa, LLC
Counsel for Murphy Flat Energy, LLC
Counsel for Murphy Flat Wind, LLC***

CERTIFICATE OF MAILING

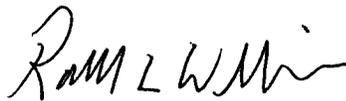
I HEREBY CERTIFY that on this 14th day of September, 2012, I caused to be served a true and correct copy of the foregoing document upon the following individuals in the manner indicated below:

Donovan E. Walker
Lisa D. Nordstrom
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- Federal Express
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